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**UNITED STATES DISTRICT COURT  
 NORTHERN DISTRICT OF CALIFORNIA  
 OAKLAND DIVISION**

STARDOCK SYSTEMS, INC.,

Plaintiff,

vs.

PAUL REICHE III and ROBERT  
 FREDERICK FORD,

Defendants.

Case No.: 17-cv-07025-SBA

**DECLARATION OF DAWN N.  
 VALENTINE IN SUPPORT OF  
 PLAINTIFF'S MOTION TO MODIFY THE  
 SCHEDULING ORDER AND FOR LEAVE  
 TO FILE FOURTH AMENDED  
 COMPLAINT**

Date: December 12, 2018  
 Time: 2:00 p.m.  
 Ctrm: 210  
 Before: Hon. Sandra B. Armstrong

AND RELATED COUNTERCLAIM

**VALENTINE DECLARATION IN SUPPORT OF MOTION TO MODIFY SCHEDULING ORDER AND  
 FOR LEAVE TO FILE FOURTH AMENDED COMPLAINT**

Case No. 17-cv-07025-SBA

1 I, Dawn N. Valentine, declare and state:

2 1. I am Of Counsel with the firm of Nixon Peabody LLP and counsel of record for  
3 Plaintiff Stardock Systems, Inc. (“Stardock”) in the above-captioned action. Unless otherwise  
4 noted, the following is true and correct and within my personal knowledge, and thus I would and  
5 could testify competently to the same.

6 2. Defendants and Counterclaimants, Mr. Reiche and Mr. Ford (“Defendants”) responded to Stardock’s Third Amended Complaint with a Motion to Dismiss filed on Monday,  
7 October 29, 2018. That motion seeks dismissal of Stardock’s Twelfth and Thirteenth causes of  
8 action (the “interference claims”). Prior to filing their motion, Defendants’ counsel sought to  
9 meet and confer with us on October 25, 2018, two business days before their filing. I, along with  
10 Robert Weikert, spoke by telephone with Defendants’ counsel, Tiffany Hanson on the afternoon  
11 of October 26, 2018. During that phone conference Mr. Weikert and I pointed out the multiple  
12 references to actionable interference throughout the Complaint. In the spirit of compromise,  
13 however, we offered to amend Stardock’s operative complaint to more clearly link the facts  
14 reflecting interference to the stated causes of action. Counsel indicated that she would consider  
15 our argument and would let us know whether they would be filing the motion to dismiss or would  
16 agree to allow us to file an amended complaint. We did not hear back from counsel, however,  
17 before the motion to dismiss was filed.

18 3. Third, there has been no prior attempt to cure any deficiencies in Stardock’s Third  
19 Amended (or any other) Complaint because no deficiencies have been previously identified by  
20 the Court or other parties to this litigation.

21 4. The parties are presently in the midst of discovery, and have exchanged  
22 interrogatory responses and documents, and also engaged in third-party discovery. That  
23 discovery is ongoing. No depositions have been taken yet and none are currently scheduled.

24 5. Attached hereto as Exhibit A is a true and correct copy of Stardock’s proposed  
25 Fourth Amended Complaint (without Exhibits) that reflects how it differs from the Third  
26 Amended Complaint in redline.  
27

Executed this 7th day of November 2018 at San Francisco.

/s/ Dawn N. Valentine  
Dawn N. Valentine